SHRIRAM
Commercial Vehicle Finance
GETS YOU GOING

SEC/FILING/NSE/15-16/68B

August 01, 2015

NATIONAL STOCK EXCHANGE OF INDIA LIMITED
Listing Department
Exchange Plaza, 5th floor
Plot no. C/1, G- Block
Bandra Kurla Complex
Bandra (East), Mumbai - 400 051
Script Code : SRTRANSFIN

Dear Sir,

Sub.: E-voting Results of Postal Ballot of Shriram Transport Finance Co. Ltd. as per Clause 35A of the Listing Agreement

Please find attached E-voting Results in the format prescribed under Clause 35A of the Listing Agreement, together with Scrutinizer's Report.

We would request you to take the same on record.

Thanking you,

Yours faithfully,

for **SHRIRAM TRANSPORT FINANCE COMPANY LIMITED,**

Vivek Achwal
Company Secretary

SHRIRAM TRANSPORT FINANCE COMPANY LIMITED

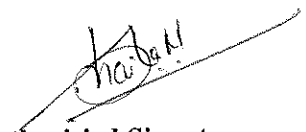
DETAILS OF RESULTS OF E-VOTING AND PHYSICAL BALLOT PURSUANT TO CLAUSE 35A OF THE LISTING AGREEMENT

Date of the AGM/~~EGM~~	31st July,2015 (POSTAL BALLOT)
Total number of shareholders on record date:	48197 [Record date/ Cut off date : 19th June, 2015]
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable as the voting of resolution is through Postal Ballot
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable as the voting of resolution is through Postal Ballot
Promoters and Promoter Group	Not Applicable
Public	Not Applicable

Details of Agenda : **1. Creation of Security in connection with Borrowings :**
Resolution Required : **Special Resolution**
Mode of Voting : **Postal Ballot (e-voting & physical ballot)**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter andPromoter Group	59103162	59103162	100	59103162	0	100.00	0.00
Public – Institutional holders	99602766	59310976	59.55	58064998	1245978	97.90	2.10
Public-Others	68176808	34141754	50.08	33938339	203415	99.40	0.60
Total	226882736	152555892	67.24	151106499	1449393	99.05	0.95

FOR **SHRIRAM TRANSPORT FINANCE COMPANY LIMITED**



Authorisied Signatory

P Sriram & Associates
Practising Company Secretaries

REPORT OF THE SCRUTINIZER ON THE E-VOTING AND PHYSICAL POSTAL BALLOTS BY THE SHAREHOLDERS OF SHRIRAM TRANSPORT FINANCE COMPANY LIMITED PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

31st July, 2015

To

THE CHAIRMAN
SHRIRAM TRANSPORT FINANCE COMPANY LIMITED
MOOKAMBIKA COMPLEX, 3RD FLOOR
NO. 4, LADY DESIKA ROAD
MYLAPORE, CHENNAI - 600 004

Dear Sir,

SUB: PASSING OF RESOLUTION THROUGH POSTAL BALLOT – REG.

Pursuant to the Resolution passed by the Board of Directors of Shriram Transport Finance Company Limited **(" Company"/ "STFC")**on 30th April, 2015, I was appointed as a Scrutinizer to receive, process and scrutinize the postal ballots in respect of the SpecialResolution as circulated in the Postal Ballot Notice dated 30th April, 2015 pursuant toSection 180(1) (a) read with Section 110 of the Companies Act, 2013 ('the Act') & Rule 22 of Companies (Management and Administration) Rules, 2014, in respect of the following item

I. CREATION OF SECURITY IN RESPECT OF BORROWING.

To enable wider participation of shareholders, approval of the shareholders were sought by means of Postal Ballot either by voting through physical Postal Ballot or through e-voting process, as the case may be, pursuant to the provisions of Section 108 of the Act and the Rules framed there under and as required under the Listing Agreement.

No.10/17, Anandam Colony, South Canal Bank Road, Mandaveli, Chennai - 600 028.
Phone : 044-4215 3510, 4512 8000, Mobile : 95660 33011 E-mail : info@prowiscorporate.com

P. Sriram & Associates PCS Mandaveli, Chennai-28

Accordingly, the company had made necessary arrangements with National Securities Depository Limited (NSDL), the System provider for providing a system of recording votes of the shareholders electronically through e-voting and & also organised through Integrated Enterprises (India) Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA" or"Integrated") to setup the e-voting facility on the NSDL e-voting platform available on its website: https://www.evoting.nsdl.com.

The company through its RTA uploaded the Resolution together with explanatory statement on whichE-votingwassought from the shareholders and for generating E- Voting Event Number (EVEN) by the system provider and also hosted the same in the website of the company,www.stfc.in. The Register of Members was made up, for the purpose of despatch of Postal Ballots to the shareholders on19th June, 2015 (Cut- Off Date).

FURTHER, I REPORT THAT:

The postal Ballot Notice dated 30th April, 2015 were despatched to26740shareholders in physical form along with Self -addressed Business Reply Envelope on29th June,2015andalso vide electronic mode by NSDL to 21457shareholders to their email addresses registered with the Depository participant, as per the data downloaded from the National Securities Depository Services and Central Depository Services (India) Limited (CDSL) as on19thJune, 2015.

I have received the postal Ballot forms from the shareholders during the period starting from1st July, 2015 till 30th July, 2015 (both days inclusive). All the postal Ballot forms together with all votes cast by E-voting through NSDL received upto 30th July, 2015, beingthe last date fixed by the company for receipt of the ballot forms& exercise of vote by electronic means, were considered for my scrutiny.

On scrutiny, I report that 759 Shareholdershad exercised their vote through Electronic mode (E-voting) and1061Shareholders had exercised their vote through Physical Postal Ballot.The voting was reckoned in proportion to a member's shares of vote rights on the paid up share capital of the Company.

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RESULT OF THE POSTAL BALLOT:

The Special Resolution set out in the Notice of the Postal Ballot requires not less than three times the number of votes, if any, cast against the resolution by members so entitled and voting in order to pass the Resolution. I report that the said "**SPECIAL RESOLUTION**" has been passed by the shareholders with the requisite majority. The summary of the Postal Ballot is as per the attached **Annexure 1** and the results of the Postal Ballot in respect of Item No:1 is given hereunder

Special Resolution 1:

For Creation of Security in respect of borrowing u/s 180(1) (a) of the Companies Act, 2013.

Details	No. of Postal Ballot Forms	No. of votes	Percentage (%)
Total Postal Ballot Forms Received by:			
Electronic Mode	759	150681931	
Physical Mode	1061	1877492	
Less: Invalid Postal Ballot forms *	18	3531	
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	**1802**	**152555892**	**100**

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NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	**1802**	**152555892**	**100**
Postal Ballot forms with "ASSENT" as SPECIAL RESOLUTION			
In Electronic Mode	710	149241914	97.83
In Physical Mode	1011	1864585	1.22
Total Postal Ballot with "ASSENT" in Physical & Electronic Mode	**1721**	**151106499**	**99.05**
Postal Ballot Forms with "DISSENT" as SPECIAL RESOLUTION			
In Electronic Mode	49	1440017	0.95
In Physical Mode	32	9376	0.001
Total Postal Ballot with "DISSENT" in Physical & Electronic Mode	**81**	**1449393**	**0.95**

RESULT OF POSTAL BALLOT: **"PASSED WITH REQUISITE MAJORITY"**

Total votes for Item No. 1 polled **FOR** SPECIAL RESOLUTION is **99.05%**&

Total votes polled **AGAINST** SPECIAL RESOLUTION is **0.95 %**

(P.Sriram)
Practising Company Secretary

Certificate of Practice No:3310
Membership No: FCS 4862

P.Sriram & Associates ★ Mandaveli,Chennai-28 ★ PCS

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